

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)
) Chapter 11
)
JOANN INC., et al. ¹) Case No. 25-10068 (CTG)
)
Debtors.) (Jointly Administered)
)
)

NOTICE OF AUCTION

PLEASE TAKE NOTICE that on February 16, 2025, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered the *Order (I) Approving Bidding Procedures, (II) Scheduling Certain Dates and Deadlines with Respect thereto, (III) Approving the Form and Manner of Notice thereof, (IV) Approving the Stalking Horse Agreement, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief* [Docket No. 446], approving certain dates, deadlines, and procedures for the potential sale of substantially all of the Debtors’ assets (the “Bidding Procedures”).²

PLEASE TAKE FURTHER NOTICE that, pursuant to paragraph 6 of the Order and Section 11 of the Bidding Procedures, the Debtors, in consultation with the Consultation Parties, have determined, in their reasonable discretion, that conducting an Auction will maximize the value of the Debtors’ estates.

PLEASE TAKE FURTHER NOTICE that, pursuant to paragraph 6 of the Order and Section 11 of the Bidding Procedures, the Auction will take place on **February 21, 2025, at 9:00 a.m. prevailing Eastern Time**, at the offices of proposed counsel to the Debtors: **Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022**, with an option to participate virtually through an online platform. Proceedings will be recorded by a court reporter.

PLEASE TAKE FURTHER NOTICE that, prior to the Auction, the Debtors will provide Qualified Bidders with copies of the rules for the Auction. The Debtors will begin the Auction by

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: JOANN Inc. (5540); Needle Holdings LLC (3814); Jo-Ann Stores, LLC (0629); Creative Tech Solutions LLC (6734); Creativebug, LLC (3208); WeaveUp, Inc. (5633); JAS Aviation, LLC (9570); joann.com, LLC (1594); JOANN Ditto Holdings Inc. (9652); Dittopatterns LLC (0452); JOANN Holdings 1, LLC (9030); JOANN Holdings 2, LLC (6408); and Jo-Ann Stores Support Center, Inc. (5027). The Debtors’ mailing address is 5555 Darrow Road, Hudson, Ohio 44236.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Order.

describing the Qualified Bids and announcing the Bid which they consider to be the highest and best bid at that time.

PLEASE TAKE FURTHER NOTICE that creditors and any other party who would like to attend the Auction in person should promptly contact Debtors' counsel with the names of all attendees no later than **February 20, 2025 at 5:00 p.m. prevailing Eastern Time** at: JOANNAuction@kirkland.com. Any party who would like to attend the Auction virtually may email JOANNAuction@kirkland.com for more information. Livestreaming or recording of the Auction will be strictly prohibited. Subject to the Local Rules, the Debtors reserve the right to exclude any and all parties from the Auction at their discretion. A transcript will be made publicly available following the conclusion of the Auction.

PLEASE TAKE FURTHER NOTICE that a hearing approving the results of the Auction is scheduled for **February 26, 2025, at 2:00 p.m. prevailing Eastern Time** and may be continued or adjourned thereafter from time to time without further notice other than an announcement of the adjourned date or dates in open court at the hearing.

PLEASE TAKE FURTHER NOTICE that copies of the Bidding Procedures, Order, Stalking Horse Agreement, and all other documents filed in these chapter 11 cases are available free of charge by visiting <https://cases.ra.kroll.com/Joann2025>. You may also obtain copies of any pleadings by visiting the Court's website at <https://ecf.deb.uscourts.gov> in accordance with the procedures and fees set forth therein.

Dated: February 19, 2025
Wilmington, Delaware

/s/ Patrick J. Reilley

COLE SCHOTZ P.C.

Patrick J. Reilley (No. 4451)
Stacy L. Newman (No. 5044)
Michael E. Fitzpatrick (No. 6797)
Jack M. Dougherty (No. 6784)
500 Delaware Avenue, Suite 1410
Wilmington, Delaware 19801
Telephone: (302) 652-3131
Facsimile: (302) 652-3117
Email: preilley@coleschotz.com
snewman@coleschotz.com
mfitzpatrick@coleschotz.com
jdougherty@coleschotz.com

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP
Joshua A. Sussberg, P.C. (admitted *pro hac vice*)
Aparna Yenamandra, P.C. (admitted *pro hac vice*)
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900
Email: joshua.sussberg@kirkland.com
aparna.yenamandra@kirkland.com

- and -

Anup Sathy, P.C. (admitted *pro hac vice*)
Jeffrey Michalik (admitted *pro hac vice*)
Lindsey Blumenthal (admitted *pro hac vice*)
333 West Wolf Point Plaza
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200
Email: anup.sathy@kirkland.com
jeff.michalik@kirkland.com
lindsey.blumenthal@kirkland.com

*Proposed Co-Counsel to the Debtors
and Debtors in Possession*

*Proposed Co-Counsel to the Debtors
and Debtors in Possession*